

Privacy Act Statement. Every registration statement, short form registration statement, supplemental statement, exhibit, amendment, dissemination report, copy of political propaganda or other document or information filed with the Attorney General under this act is a public record open to public examination, inspection and copying during the posted business hours of the Registration Unit in Washington, D.C. One copy is automatically provided to the Secretary of State pursuant to Section 6(b) of the Act, and copies of such documents are routinely made available to other agencies, departments and Congress pursuant to Section 6(c) of the Act. Finally, the Attorney General transmits an annual report to the Congress on the Administration of the Act which lists the names of all agents and the nature, sources and content of the political propaganda disseminated or distributed by them. This report is available to the public.

Public Reporting Burden. Public reporting burden for this collection of information is estimated to average .49 hours per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to Chief, Registration Unit, Criminal Division, U.S. Department of Justice, Washington, D.C. 20530; and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, D.C. 20503.

*Furnish this exhibit for EACH foreign principal listed in an initial statement  
and for EACH additional foreign principal acquired subsequently.*

1. Name and address of registrant Downey Chandler, Inc. 1401 I Street, N.W., Suite 1210 Washington, D.C. 20005	2. Registration No.  5050
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3. Name of foreign principal Fuji Photo Film U.S.A.; Inc.	4. Principal address of foreign principal 555 Taxter Road Elmsford, N.Y. 10523
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5. Indicate whether your foreign principal is one of the following type:

- ☐ Foreign government
- ☐ Foreign political party
- ☐ Foreign or ☒ domestic organization: If either, check one of the following:
- |   |  |
|---|--|
| <input type="checkbox"/> Partnership            | <input type="checkbox"/> Committee             |
| <input checked="" type="checkbox"/> Corporation | <input type="checkbox"/> Voluntary group       |
| <input type="checkbox"/> Association            | <input type="checkbox"/> Other (specify) _____ |
- ☐ Individual—State his nationality \_\_\_\_\_

6. If the foreign principal is a foreign government, state:

- a) Branch or agency represented by the registrant.
- b) Name and title of official with whom registrant deals.

7. If the foreign principal is a foreign political party, state:

- a) Principal address
- b) Name and title of official with whom registrant deals.
- c) Principal aim

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8. If the foreign principal is not a foreign government or a foreign political party,

a) State the nature of the business or activity of this foreign principal

The Foreign Principal is the primary sales and marketing entity in the United States for the products of Fuji Photo Film Co., Ltd., a Japanese corporation.

b) Is this foreign principal

Owned by a foreign government, foreign political party, or other foreign principal ..... Yes ☒ No ☐

Directed by a foreign government, foreign political party, or other foreign principal..... Yes ☐ No ☒

Controlled by a foreign government, foreign political party, or other foreign principal ..... Yes ☒ No ☐

Financed by a foreign government, foreign political party, or other foreign principal..... Yes ☐ No ☒

Subsidized in whole by a foreign government, foreign political party, or other foreign principal..... Yes ☐ No ☒

Subsidized in part by a foreign government, foreign political party, or other foreign principal..... Yes ☒ No ☐

9. Explain fully all items answered "Yes" in Item 8(b). (If additional space is needed, a full insert page may be used.)

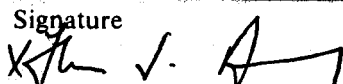
The Foreign Principal is a wholly owned subsidiary of Fuji Photo Film Co., Ltd., a Japanese corporation.

Although Fuji Photo Film Co., Ltd. through its ownership "controls" the voting stock of the Foreign Principal, day-to-day operations are performed by the Foreign Principal itself without direction by Fuji Photo Film Co., Ltd.

The Foreign Principal is financed through its internal reserves and U.S. borrowings. On occasion, Fuji Photo Film Co., Ltd. has subsidized the Foreign Principal in part through capital investment.

10. If the foreign principal is an organization and is not owned or controlled by a foreign government, foreign political party or other foreign principal, state who owns and controls it.

N/A

Date of Exhibit A X 9-14-95	Name and Title Thomas J. Downey, President	Signature 
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**INSTRUCTIONS:** A registrant must furnish as an Exhibit B copies of each written agreement and the terms and conditions of each oral agreement with his foreign principal, including all modifications of such agreements; or, where no contract exists, a full statement of all the circumstances by reason of which the registrant is acting as an agent of a foreign principal. This form shall be filed in triplicate for each foreign principal named in the registration statement and must be signed by or on behalf of the registrant.

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Name of Registrant	Name of Foreign Principal
Downey Chandler, Inc.	Fuji Photo Film U.S.A., Inc.

Check Appropriate Boxes:

1. ☒ The agreement between the registrant and the above-named foreign principal is a formal written contract. If this box is checked, attach three copies of the contract to this exhibit.
2. ☐ There is no formal written contract between the registrant and foreign principal. The agreement with the above-named foreign principal has resulted from an exchange of correspondence. If this box is checked, attach three copies of all pertinent correspondence, including a copy of any initial proposal which has been adopted by reference in such correspondence.
3. ☐ The agreement or understanding between the registrant and the foreign principal is the result of neither a formal written contract nor an exchange of correspondence between the parties. If this box is checked, give a complete description below of the terms and conditions of the oral agreement or understanding, its duration, the fees and the expenses, if any, to be received.

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4. Describe fully the nature and method of performance of the above indicated agreement or understanding.  
Registrant has been engaged to assist in developing strategies to deal with legislative and administrative matters that affect the Foreign Principal. If necessary, Registrant may approach officials of the legislative and executive branches of the U.S. government to discuss such matters.

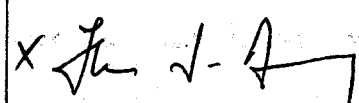
5. Describe fully the activities the registrant engages in or proposes to engage in on behalf of the above foreign principal.

Registrant will assist in the development and presentation of the Foreign Principal's position on matters affecting the Foreign Principal. Registrant will communicate with public officials in the executive and legislative branches of government and their staff to present the Foreign Principal's point of view on such matters. These communications may be in person, in writing, or over the telephone. Registrant will monitor executive and legislative branch activities affecting the Foreign Principal and may assist in the development of strategies to seek changes in executive or legislative policies. Registrant will work with other agents retained by the Principal on these matters.

6. Will the activities on behalf of the above foreign principal include political activities as defined in Section 1(o) of the Act?<sup>1</sup>  
Yes ☒ No ☐

If yes, describe all such political activities indicating, among other things, the relations, interests or policies to be influenced together with the means to be employed to achieve this purpose.

In the course of monitoring administrative and legislative activities of the U.S. government as such activities affect the Foreign Principal, it may become necessary and appropriate to seek changes in legislative or administrative policies. In such event, Registrant will correspond with and seek to meet with appropriate government officials.

Date of Exhibit B	Name and Title	Signature
X 9-14-95	Thomas J. Downey President	X 

<sup>1</sup>Political activity as defined in Section 1(o) of the Act means the dissemination of political propaganda and any other activity which the person engaging therein believes will, or which he intends to, prevail upon, indoctrinate, convert, induce, persuade, or in any other way influence any agency or official of the Government of the United States or any section of the public within the United States with reference to formulating, adopting, or changing the domestic or foreign policies of the United States or with reference to the political or public interests, policies, or relations of a government of a foreign country or a foreign political party.

# DOWNEY CHANDLER, INC.

1401 I Street NW, Suite 1210, Washington, DC 20005

TO: Osamu Inoue  
FROM: Tom Downey  
DATE: September 5, 1995

This will confirm our agreement to provide FUJI Photo Film U.S.A., Inc. with counsel in government-related and policy-related areas including international trade and various matters before the Clinton Administration and the Congress.

Working with you and other principal officers of Fuji Photo Film U.S.A., Inc., as well as with your representatives at Willkie, Farr and Gallagher, we will assist in developing strategies to deal with legislative and administrative initiatives. We will help provide you with information, analysis and insights into current legislation as well as the direction of government policy.

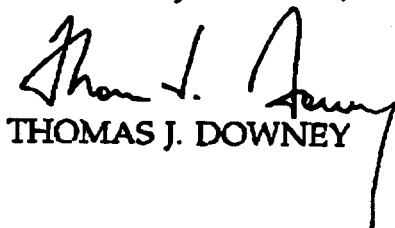
We will perform such other duties as may reasonably be required on matters concerning current business arrangements and future business opportunities.

We agree to provide sufficient time to the services required as shall be reasonably necessary to discharge these duties.

Fuji Photo Film U.S.A., Inc. will pay Downey Chandler, Inc. a monthly retainer of \$35,000 plus reasonable expenses for a one year period beginning September 5, 1995. Both parties will evaluate the relationship and the financial arrangement after three months and at the end of the initial agreement period.

We look forward to building our working relationship with Fuji Photo Film U.S.A., Inc. and providing you with the best possible insights, advice, and advocacy on the many challenging issues facing you in Washington, DC.

For Downey Chandler, Inc.

  
THOMAS J. DOWNEY

For Fuji Photo Film U.S.A., Inc.

  
OSAMU INOUE

Telephone: 202/898-6458

Facsimile: 202/898-6448

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